

# **EXHIBIT 40**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

**IN RE: AFTERMARKET FILTERS  
ANTITRUST LITIGATION**

**Master Docket No. 08-cv-4883**  
**MDL Docket No. 1957**

**This Document Relates To:**  
**All Direct Purchaser Actions**

**Honorable Robert W. Gettleman**  
**Magistrate Geraldine Soat Brown**

**ORDER GRANTING MOTION OF DIRECT PURCHASER  
PLAINTIFFS TO AUTHORIZE DISTRIBUTION  
OF NET SETTLEMENT FUND**

WHEREAS, Plaintiffs Central Warehouse Sales Corporation, Neptune Warehouse Distributors, Inc., William C. Bruene d/b/a Lone Star Lube, and A&L Systems Inc. (“Direct Purchaser Plaintiffs”), by and through their counsel of record, have asserted claims for damages against Defendants Champion Laboratories, Inc., Baldwin Filters, Inc., Purolator Products NA, LLC, Purolator Products Company, LLC, ArvinMeritor, Inc., Honeywell International, Wix Filtration Corp. LLC, Affinia Group Inc., Cummins Filtration Inc., and Donaldson Company, Inc. (collectively, “Defendants”), alleging violations of federal antitrust law;

WHEREAS, desiring to resolve any and all disputes in this action, Direct Purchaser Plaintiffs have entered into and executed Settlement Agreements with each of the Defendants;

WHEREAS, the Court has granted final approval of each of the Settlement Agreements with Defendants;

WHEREAS, the Court-approved Notice Program to Settlement Class Members has been completed by claims administrator Kurtzman Carson Consultants LLC (“KCC”), also approved by the Court;

WHEREAS, KCC has determined the total number of valid claims filed by Settlement Class Members and the associated pro rata distribution amounts from the Net Settlement Fund to be distributed to Settlement Class Members; and

WHEREAS, the Court has considered the Motion of Direct Purchaser Plaintiffs to Authorize Distribution of Net Settlement Fund, and the other documents submitted in connection with the Motion, and good cause appearing therefor.

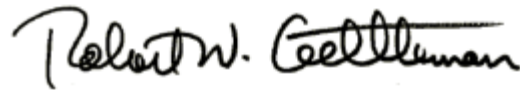
**IT IS HEREBY ORDERED, ADJUDGED AND DECREED:**

1. Direct Purchaser Plaintiffs shall distribute the Net Settlement Fund to the Settlement Class Members that filed valid claims.

2. The identity of each valid claimant, and the pro rata amount of the Net Settlement Fund to be distributed to each valid claimant, is set forth in Exhibit A to the Robin Affidavit.

SO ORDERED.

Dated this 20th day of March, 2014.



Robert W. Gettleman  
United States District Court Judge